

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

SEARS HOLDINGS CORPORATION, et al.,¹

Debtors.

Chapter 11

Case No. 18-23538 (RDD)

(Jointly Administered)

Hearing Date: December 18, 2018 at 10:00 a.m.
Objections Due: December 11, 2018 at 4:00 p.m.

**WITHDRAWAL OF LIMITED OBJECTION OF SEIKO WATCH OF AMERICA LLC,
SUCCESSOR BY MERGER TO SEIKO CORPORATION OF AMERICA, TO
DEBTORS' MOTION FOR ENTRY OF ORDER (I)(A) APPROVING BIDDING
PROCEDURES FOR SALE OF SEARS HOME IMPROVEMENT BUSINESS, (B)
APPROVING STALKING HORSE BID PROTECTIONS, (C) APPROVING FORM AND
MANNER OF NOTICE OF SALE, AUCTION AND SALE HEARING, (E) APPROVING
ASSUMPTION AND ASSIGNMENT PROCEDURES, (II) APPROVING THE SALE OF
SEARS HOME IMPROVEMENT BUSINESS IN ACCORDANCE WITH THE
STALKING HORSE AGREEMENT, AND (III) GRANTING RELATED RELIEF**

Seiko Watch of America LLC, Successor by Merger to Seiko Corporation of America, by
and through its undersigned counsel, hereby withdraws its limited objection (ECF No. 1142) to
the *Motion of Debtors for Entry of Order (i)(A) Approving Bidding Procedures for Sale of Sears*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holding Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718) A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC(0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Building Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest KKC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); Blue Light.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365); The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Home Improvement Business, (B) Approving Stalking Horse Bid Protections, (C) Scheduling Auction for and Hearing to Approve Sale of Sears Home Improvement Business, (D) Approving Form and Manner of Notice of Sale, Auction and Sale Hearing, (E) Approving Assumption and Assignment Procedures, (ii) Approving the Sale of Sears Home Improvement Business in Accordance with the Stalking Horse Agreement, and (iii) Granting Related Relief (ECF No. 450).

Dated: December 17, 2018

/s/ Sam Della Fera, Jr.

McMANIMON, SCOTLAND & BAUMANN, LLC
75 Livingston Avenue
Suite 201
Roseland, New Jersey 07068
Telephone: (973) 622-1800
Facsimile: (973) 681-7233
Email: sdellafera@msbnj.com
Sam Della Fera, Jr.

*Attorneys for Seiko Watch of America LLC,
Successor by Merger to Seiko Corporation of
America*

CERTIFICATE OF SERVICE

I certify that on December 17, 2018, this office caused the within Objection of Seiko Watch of America LLC, Successor by Merger to Seiko Corporation of America, to Debtors' Motion for Entry of Order (i)(A) Approving Bidding Procedures for Sale of Sears Home Improvement Business, (B) Approving Stalking Horse Bid Protections, (C) Scheduling Auction and Manner of Notice of Sale, Auction and Sale Hearing, (E) Approving Assumption and Assignment Procedures, (ii) Approving the Sale of Sears Home Improvement Business in Accordance with the Stalking Horse Agreement, and (iii) Granting Related Relief to be served on the parties on the annexed Service List via electronic mail and/or first-class mail.

Dated: December 17, 2018

/s/ Sam Della Fera, Jr.
Sam Della Fera, Jr.

SERVICE LIST

Honorable Robert D. Drain, U.S.B.J.
United States Bankruptcy Court
Southern District of New York
300 Quarropas Street, Room 248
White Plains, NY 10601

Office of the United States Trustee
Attn: Paul K. Schwartzberg, Esq.
U.S. Federal Office Building
201 Varick Street, Room 1006
New York, NY 10014

Debtors:

Sears Holdings Corporation, et al.
Attn: Stephen Sitley, Esq.
Luke J. Valentino, Esq.
3333 Beverly Road
Hoffman Estates, IL 60179
(counsel@searsshc.com)
Notice on behalf of All Debtors

Attorneys for Debtors

Weil, Gotshal & Manges LLP
Attn: Ray C. Schrock, P.C.
Jacqueline Marcus, Esq.
Gavin Westerman, Esq.
Garrett A. Fail, Esq.
Sunny Singh, Esq.
767 Fifth Avenue
New York, NY 10153
ray.sschrock@weil.com;
jacqueline.marcus@weil.com;
gavin.westerman@weil.com;
garrett.fail@weil.com;
sunny.singh@weil.com

Debtors' Investment Banker

Lazard Freres & Co., LLC
Attn: Brandon Aebersold
Levi Quaintance
30 Rockefeller Plaza
New York, NY 10112
Brandon.aebersold@lazard.com;
levi.quaintance@lazard.com

Attorneys for Stalking Horse Bidder

Sidley Austin LLP
Attn: Aaron Rigby, Esq.
David E. Kronenberg, Esq.
2021 McKinney Avenue, Suite 2000
Dallas, TX 75201
arigby@sidley.com;
dkronenberg@sidley.com

**Attorneys for Official Committee of
Unsecured Creditors**

Ira S. Dizengoff, Esq.
Akin, Gump, Strauss, Hauer & Feld, LLP
One Bryant Park
New York, NY 10036

All Parties on the Debtors' Master Service
List as of December 10, 2018 Maintained by
Prime Clerk